

Effective Date: DRAFT

# Officer Responsibilities

## DRAFT

### Purpose

The purpose of this document is to describe the responsibilities of the Officers of the Board of Directors.

### Authority/Relevant Documents

Relevant documents are as follows:

Bylaws, Sections 4, Officers; Section 7, Books and Records  
Policies and Operational Procedures: Board of Directors; Finances;  
Organizational Details

### Policies

#### I. Composition and Qualifications

- A. Officers of the Guild are the President, Vice-President, Treasurer, and Secretary. As a group, they shall be referred to as the Officers of the Board.
- B. Officers are elected by the Board at the Annual Meeting as described in the Board of Directors POP.
- C. Candidates must have been a Director for a minimum of one year and have actively participated in Board activities.

#### II. General Responsibility Statements

- A. Generally speaking, the officers are responsible for managing the day-to-day operations of the Guild.
- B. Duties may be specifically assigned in the Bylaws document or may be assigned by the Board of Directors.
  1. In some circumstances, Bylaw-assigned duties may be delegated, by the Board to another Director or to a Guild member. (Example: the individual responsible for keeping the membership list as required.)
- c. If the Officers are considering an issue and are unable to achieve a majority consensus, the issue should be brought to the attention of the full Board.

### III. Specific Responsibilities

- A. President
  - 1. Bylaw Stated Responsibilities
    - a. Function as the chief executive officer of the Guild, authorized to bind the Guild on contracts and transactions on behalf of the Guild, with the approval of a majority of the Directors, except for emergencies. (See Bylaws.)
  - 2. How the above translates to duties
    - a. Has signatory authority on all Guild financial accounts.
    - b. Signs all Guild checks as directed by the Treasurer.
    - c. Utilizing appropriate input from members and the Board, generates meeting agendas.
    - d. Presides at all Board meetings.
    - e. Assures notices occur as required. (See Bylaws.)
    - f. Directs planning efforts.
    - g. Channels concerns and issues brought by members or Directors toward resolution.
    - h. Assures that Board activities, concerns, and announcements are communicated appropriately to members and that member issues are brought to the Board.
    - i. Interfaces with non-Guild organizations and individuals as appropriate.
- B. Vice President
  - 1. Bylaw Stated Responsibilities
    - a. Fulfill the role of the President in the President's absence.
    - b. Perform other duties as the President or Directors assign.
  - 2. How the above translates to duties
    - a. Presides at Board meetings when the President is unavailable or on request.
- C. Treasurer
  - 1. Bylaw Stated Responsibilities
    - a. Maintain the financial records of the Guild and prepare a budget, financial statements, and annual financial report as required by Sections 7 and 9 of the Bylaws; ensure that the Guild's Annual Report is filed with the Washington Secretary of State.
    - b. Ensure that all tax returns are promptly filed with state and federal taxing authorities.
    - c. Prepare and maintain records as required by Section 7.
      - i. Financial records sufficiently detailed to enable the Guild to fully declare the true statement of its financial status.

- ii. A record of the Guild's members in a form that permits preparation of a list of the names and addresses of all Members, in alphabetical order. Note: this responsibility has been delegated by the Board to the Membership Committee.
2. How the above translates to duties
- a. Heads the Finance Committee, determining its composition as needed.
  - b. Works with the Designated Person as described in the Finance Document to perform a monthly review of accounts.
  - c. Prepares quarterly reports as required for Board review.
  - d. Prepares the annual budget, monitors ongoing financial activity, and keeps the Board informed as appropriate.
  - e. Reviews budget change requests and makes recommendations to the Board regarding requests.
  - f. Processes properly documented requests for funds, assuring that standards are met, and issues checks as appropriate.
  - g. Receives properly documented funds and deposits them in the appropriate accounts in a timely manner.
- D. Secretary
1. Bylaw Stated responsibilities.
- a. Maintain the corporate records of the Guild as specified in Section 7. See Bylaws.
    - i. All of the Guild filings with the Washington Secretary of State.
    - ii. All duly adopted Bylaws and amendments.
    - iii. Minutes of all Annual, Regular, or Special Meetings.
    - iv. Consents in Lieu of Meetings.
    - v. All notices and other written communications to the Members or Directors within the past six (6) years, including the financial statements.
    - vi. A list of the names and addresses of the Guild's current Directors and Officers
2. How the above translates to duties.
- a. Records the minutes of all Board meetings (Annual, Regular, Special, and Consents in Lieu of Meeting), making the resulting minutes available to Board members within 15 calendar days of the meeting.
  - b. Sends the minutes to the Newsletter person for publishing in the next available newsletter (subject to item a).
  - c. Assures that dynamic electronic records are "backed up" on a monthly (quarterly?) basis. (Thumb drive given to the VP? How should this be done?)